

Exhibit D

Staffing Plan for the Overall Compensation Period

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Category of Timekeeper⁶	Number of Timekeepers Expected to Work on The Matter During the Overall Compensation Period⁷	Average Hourly Rate⁸
Partners	30	\$730/759/789
Senior Counsel	4	\$730/759/789
Associates	40	\$730/759/789
E-Discovery Attorneys ⁹	1	\$390
Law Clerks	5	\$250/260/270
Paraprofessionals	35	\$250/260/270

⁶ Attorney Practice Groups: Business Solutions, Governance, Restructuring & Bankruptcy Group (“BSGR&B”), Tax, Labor & Employment, Litigation, and Corporate.

⁷ The chart reflects Proskauer’s staffing plan for the Overall Compensation Period which was drafted based on the foreseeable activities at the time. Actual staffing needs varied based on actual facts and circumstances that arose during these Title III cases, including as a result of unanticipated disputes. The staffing plan included attorneys from the BSGR&B; Tax; Labor & Employment; Litigation; and Corporate practice groups.

⁸ In the ordinary course of business, the standard hourly billing rates for Proskauer professionals and paraprofessionals are adjusted annually as of the commencement of the firm’s fiscal year on November 1 to reflect economic and other conditions and apply to matters in and out of bankruptcy cases. Pursuant to the Appendix B Guidelines, “rate increases” “exclude annual ‘step increases’ historically awarded by the firm in the ordinary course to attorneys throughout the firm due to advancing seniority and promotion.” Appendix B Guidelines ¶ B.2.d, n.2. Annual step increases are awarded by Proskauer in the ordinary course throughout the firm on May 1. Proskauer’s Engagement Letter provides that Proskauer’s rates are increased on January 1 (rather than on November 1) by the lower of the percentage rate increase announced as of November 1 and four percent. Because Proskauer’s fees under the Engagement Letter are a blended rate, no annual step increases were applicable to the rates charged in this matter.

⁹ As discussed above, Proskauer’s rates with respect to its representation of the Oversight Board were increased by four percent as of January 1, 2019. Additionally at that time, with the client’s knowledge and permission, Proskauer created a new rate class, e-Discovery Attorney, with the rate of \$390 per hour.